

UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS
WESTERN DIVISION

PRIORITY RECORDS LLC, a California
limited liability company; CAPITOL
RECORDS, INC., a Delaware corporation;
VIRGIN RECORDS AMERICA, INC., a
California corporation; ATLANTIC
RECORDING CORPORATION, a Delaware
corporation; ELEKTRA ENTERTAINMENT
GROUP INC., a Delaware corporation; SONY
BMG MUSIC ENTERTAINMENT, a
Delaware general partnership; BMG MUSIC, a
New York general partnership; ARISTA
RECORDS LLC, a Delaware limited liability
company; WARNER BROS. RECORDS INC.,
a Delaware corporation; MAVERICK
RECORDING COMPANY, a California joint
venture; UMG RECORDINGS, INC., a
Delaware corporation; and INTERSCOPE
RECORDS, a California general partnership,

Plaintiffs,

v.

DOES 1 - 19,

Defendants.

CIVIL ACTION No. 05-30123-MFN

FILED
IN CLERK'S OFFICE
JUL 11 2005
U.S. DISTRICT COURT
DISTRICT OF MASSACHUSETTS

COMPLAINT FOR COPYRIGHT INFRINGEMENT

Plaintiffs assert the following claims against Defendants.

JURISDICTION AND VENUE

1. This is a civil action seeking damages and injunctive relief for copyright infringement under the copyright laws of the United States (17 U.S.C. § 101 et seq.).

2. This Court has jurisdiction under 17 U.S.C. § 101 et seq.; 28 U.S.C. § 1331 (federal question); and 28 U.S.C. § 1338(a) (copyright).

3. Venue in this District is proper under 28 U.S.C. § 1391(b) and/or 28 U.S.C. § 1400(a). Although the true identity of each Defendant is unknown to Plaintiffs at this time, on information and belief, each Defendant may be found in this District and/or a substantial part of the acts of infringement complained of herein occurred in this District. On information and belief, personal jurisdiction in this District is proper because each Defendant, without consent or permission of the copyright owner, disseminated over the Internet copyrighted works owned and/or controlled by the Plaintiffs. On information and belief, such illegal dissemination occurred in every jurisdiction in the United States, including this one. In addition, each Defendant uses an online service provider found in this District to access the Internet, which facilitated Defendants' infringing activities.

PARTIES

4. Plaintiff Priority Records LLC is a limited liability company with its principal place of business in the State of California.

5. Plaintiff Capitol Records, Inc. is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of New York.

6. Plaintiff Virgin Records America, Inc. is a corporation duly organized and existing under the laws of the State of California, with its principal place of business in the State of New York.

7. Plaintiff Atlantic Recording Corporation is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of New York.

8. Plaintiff Elektra Entertainment Group Inc. is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of New York.

9. Plaintiff SONY BMG MUSIC ENTERTAINMENT is a Delaware general partnership, with its principal place of business in the State of New York.

10. Plaintiff BMG Music is a general partnership duly organized and existing under the laws of the State of New York, with its principal place of business in the State of New York.

11. Plaintiff Arista Records LLC is a limited liability company duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of New York.

12. Plaintiff Warner Bros. Records Inc. is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of California.

13. Plaintiff Maverick Recording Company is a joint venture between SR/MDM Venture Inc. and Maverick Records LLC, organized and existing under the laws of the State of California, with its principal place of business in the State of California.

14. Plaintiff UMG Recordings, Inc. is a corporation duly organized and existing under the laws of the State of Delaware, with its principal place of business in the State of California.

15. Plaintiff Interscope Records is a California general partnership, with its principal place of business in the State of California.

16. The true names and capacities of the Defendants are unknown to Plaintiffs at this time. Each Defendant is known to Plaintiffs only by the Internet Protocol ("IP") address assigned to that Defendant by his or her online service provider on the date and time at which the infringing activity of each Defendant was observed. See Exhibit A. Plaintiffs believe that information obtained in discovery will lead to the identification of each Defendant's true name.

COUNT I
INFRINGEMENT OF COPYRIGHTS

17. Plaintiffs incorporate herein by this reference each and every allegation contained in each paragraph above.

18. Plaintiffs are, and at all relevant times have been, the copyright owners or licensees of exclusive rights under United States copyright law with respect to certain copyrighted sound recordings, including, but not limited to, all of the copyrighted sound recordings on Exhibit A to this Complaint (collectively, these copyrighted sound recordings shall be identified as the "Copyrighted Recordings"). Each of the Copyrighted Recordings is the subject of a valid Certificate of Copyright Registration issued by the Register of Copyrights to each Plaintiff as specified on each page of Exhibit A.

19. Among the exclusive rights granted to each Plaintiff under the Copyright Act are the exclusive rights to reproduce the Copyrighted Recordings and to distribute the Copyrighted Recordings to the public.

20. Plaintiffs are informed and believe that each Defendant, without the permission or consent of Plaintiffs, has used, and continues to use, an online media distribution system to download, distribute to the public, and/or make available for distribution to others, certain of the Copyrighted Recordings. Exhibit A identifies on a Defendant-by-Defendant basis (one Defendant per page) a list of copyrighted recordings that each Defendant has, without the permission or consent of Plaintiffs, downloaded, distributed to the public, and/or made available

for distribution to others. In doing so, each Defendant has violated Plaintiffs' exclusive rights of reproduction and distribution. Each Defendant's actions constitute infringement of Plaintiffs' copyrights and/or exclusive rights under copyright. (In addition to the sound recordings listed for each Defendant on Exhibit A, Plaintiffs are informed and believe that each Defendant has, without the permission or consent of Plaintiffs, downloaded, distributed to the public, and/or made available for distribution to others additional sound recordings owned by or exclusively licensed to the Plaintiffs or Plaintiffs' affiliate record labels.)

21. Plaintiffs have placed proper notices of copyright pursuant to 17 U.S.C. § 401 on each respective album cover of each of the sound recordings identified in Exhibit A. These notices of copyright appeared on published copies of each of the sound recordings identified in Exhibit A. These published copies were widely available, and each of the published copies of the sound recordings identified in Exhibit A were accessible by each Defendant.

22. Plaintiffs are informed and believe that the foregoing acts of infringement have been willful, intentional, and in disregard of and with indifference to the rights of Plaintiffs.

23. As a result of each Defendant's infringement of Plaintiffs' copyrights and exclusive rights under copyright, Plaintiffs are entitled to statutory damages pursuant to 17 U.S.C. § 504(c) against each Defendant for each infringement by the Defendant of each copyrighted recording. Plaintiffs further are entitled to their attorneys' fees and costs pursuant to 17 U.S.C. § 505.

24. The conduct of each Defendant is causing and, unless enjoined and restrained by this Court, will continue to cause Plaintiffs great and irreparable injury that cannot fully be compensated or measured in money. Plaintiffs have no adequate remedy at law. Pursuant to 17 U.S.C. §§ 502 and 503, Plaintiffs are entitled to injunctive relief prohibiting each Defendant from further infringing Plaintiffs' copyrights, and ordering that each Defendant destroy all copies of copyrighted sound recordings made in violation of Plaintiffs' exclusive rights.

WHEREFORE, Plaintiffs pray for judgment against each Defendant as follows:

1. For an injunction providing:

"Defendant shall be and hereby is enjoined from directly or indirectly infringing Plaintiffs' rights under federal or state law in the Copyrighted Recordings and any sound recording, whether now in existence or later created, that is owned or controlled by Plaintiffs (or any parent, subsidiary, or affiliate record label of Plaintiffs) ("Plaintiffs' Recordings"), including without limitation by using the Internet or any online media distribution system to reproduce (*i.e.*, download) any of Plaintiffs' Recordings, to distribute (*i.e.*, upload) any of Plaintiffs' Recordings, or to make any of Plaintiffs' Recordings available for distribution to the public, except pursuant to a lawful license or with the express authority of Plaintiffs. Defendant also shall destroy all copies of Plaintiffs' Recordings that Defendant has downloaded onto any computer hard drive or server without Plaintiffs' authorization and

shall destroy all copies of those downloaded recordings transferred onto any physical medium or device in Defendant's possession, custody, or control."

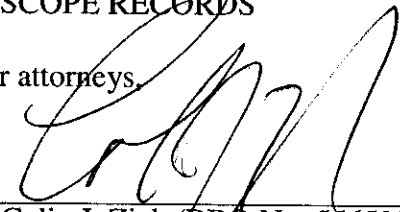
2. For statutory damages for each infringement of each Copyrighted Recording pursuant to 17 U.S.C. § 504.
3. For Plaintiffs' costs in this action.
4. For Plaintiffs' reasonable attorneys' fees incurred herein.
5. For such other and further relief as the Court may deem just and proper.

PRIORITY RECORDS LLC; CAPITOL RECORDS, INC.; VIRGIN RECORDS AMERICA, INC.; ATLANTIC RECORDING CORP.; ELEKTRA ENTERTAINMENT GROUP INC.; SONY BMG MUSIC ENTERTAINMENT; BMG MUSIC; ARISTA RECORDS LLC; WARNER BROS. RECORDS INC.; MAVERICK RECORDING CO.; UMG RECORDINGS, INC.; and INTERSCOPE RECORDS

By their attorneys,

DATED: 5/26/05

By:


Colin J. Zick (BBO No. 556538)
Gabriel M. Helmer (BBO No. 652640)
FOLEY HOAG LLP
155 Seaport Boulevard
Boston, MA 02210-2600
Phone: (617) 832-1000
Fax: (617) 832-7000



Doe #1 (72.19.80.181 2005-04-27 21:40:22 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Arista Records LLC	Outkast	Jazzy Belle	Atliens	233-296
Capitol Records, Inc.	Everclear	Annabella's Song	Songs from an American Movie - Vol. 1, Learning How to Smile	284-811
SONY BMG MUSIC ENTERTAINMENT	Nas	I Gave You Power	It Was Written	220-016
Arista Records LLC	Clipse	Grindin'	Lord Willin'	321-673
Interscope Records	Limp Bizkit	9 Teen 90 Nine	Significant Other	279-827

Doe #2 (72.19.115.234 2005-04-30 13:48:47 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
BMG Music	Eve 6	Bang	Horrorscope	285-024
Virgin Records America, Inc.	Smashing Pumpkins	Soma	Siamese Dream	169-635
UMG Recordings, Inc.	Godsmack	Whatever	Godsmack	241-879
SONY BMG MUSIC ENTERTAINMENT	Pearl Jam	Smile	No Code	230-851

Doe #3 (128.119.108.227 2005-04-26 19:46:42 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Elektra Entertainment Group Inc.	Tracy Chapman	At This Point In My Life	New Beginning	188-489
Maverick Recording Company	Michelle Branch	I'd Rather Be in Love	The Spirit Room	303-732
SONY BMG MUSIC ENTERTAINMENT	Korn	Got The Life	Follow the Leader	263-749
Capitol Records, Inc.	Pink Floyd	Another Brick in the Wall, Pt. 3	The Wall	14-787
Capitol Records, Inc.	Norah Jones	The Long Day Is Over	Come Away With Me	320-120
UMG Recordings, Inc.	U2	Mysterious Ways	Achtung Baby	139-599
SONY BMG MUSIC ENTERTAINMENT	Korn	Blind	Korn	201-939

Doe #4 (72.19.116.237 2005-04-25 11:01:12 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
SONY BMG MUSIC ENTERTAINMENT	Bruce Springsteen	Glory Days	Born In The U.S.A.	55-647
Warner Bros. Records Inc.	Madonna	Like a Virgin	Like a Virgin	59-442
BMG Music	Dave Matthews Band	Typical Situation	Under the Table and Dreaming	285-688
SONY BMG MUSIC ENTERTAINMENT	Bruce Springsteen	Streets of Philadelphia	Greatest Hits	198-948

Doe #5 (72.19.101.107 2005-04-25 13:13:03 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Arista Records LLC	TLC	Red Light Special	CrazySexyCool	198-743
BMG Music	Christina Aguilera	Come On Over (All I Want Is You)	Christina Aguilera	274-004
SONY BMG MUSIC ENTERTAINMENT	Mariah Carey	Against All Odds	Rainbow	276-595

Doe #6 (72.19.116.228 2005-04-25 20:04:42 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
UMG Recordings, Inc.	George Strait	Blue Clear Sky	Blue Clear Sky	221-625
Arista Records LLC	Brooks & Dunn	Brand New Man	Brand New Man	140-290
Arista Records LLC	Alan Jackson	Gone Country	Who I Am	202-090
Arista Records LLC	Brooks & Dunn	Little Miss Honky Tonk	Waitin on Sundown	202-210

Doe #7 (72.19.97.103 2005-04-25 21:58:26 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Arista Records LLC	Usher	My Way	My Way	257-730
SONY BMG MUSIC ENTERTAINMENT	The Fugees	Ready Or Not	The Score	222-005
UMG Recordings, Inc.	Sublime	Wrong Way	Sublime	224-105
UMG Recordings, Inc.	Ludacris	Roll Out	Word of Mouf	304-605

Doe #8 (72.19.122.162 2005-04-27 21:12:21 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
BMG Music	Kenny Chesney	She's Got It All	I Will Stand	238-371
Warner Bros. Records Inc.	Green Day	Hold On	Warning	288-352
Warner Bros. Records Inc.	Green Day	Castaway	Warning	288-352
UMG Recordings, Inc.	Counting Crows	Angels of the Silences	Recovering The Satellites	226-415

Doe #9 (128.119.104.146 2005-04-28 15:30:56 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
UMG Recordings, Inc.	Sublime	April 29th 1992 (Leary)	Second Hand Smoke	246-011
Arista Records LLC	Outkast	ATLiens	Atliens	233-296
UMG Recordings, Inc.	Ja Rule	Put It On Me	Rule 3:36	270-080
SONY BMG MUSIC ENTERTAINMENT	Incubus	Nice to Know You	Morning View	306-181
Arista Records LLC	Outkast	Jazzy Belle	Atliens	233-296

Doe #10 (128.119.108.98 2005-04-28 15:39:06 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Interscope Records	No Doubt	Spiderwebs	Tragic Kingdom	206-724
Interscope Records	No Doubt	Ex-Girlfriend	Return Of Saturn	279-727
Elektra Entertainment Group Inc.	Tracy Chapman	The First Try	Telling Stories	278-226
Warner Bros. Records Inc.	Madonna	Like a Virgin	Like a Virgin	59-442
Warner Bros. Records Inc.	Madonna	Material Girl	Like a Virgin	59-442

Doe #11 (72.19.84.193 2005-04-28 16:33:43 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
SONY BMG MUSIC ENTERTAINMENT	Incubus	A Certain Shade of Green	SCIENCE	249-690
Warner Bros. Records Inc.	Van Halen	Eruption	Van Halen	239
UMG Recordings, Inc.	Elton John	Someone Saved My Life Tonight	Captain Fantastic	N26203
Interscope Records	Dr. Dre	Let's Get High	2001	277-983
Arista Records LLC	Whitney Houston	I Wanna Dance With Somebody	Whitney	89-966

Doe #12 (72.19.82.193 2005-04-28 21:58:47 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
UMG Recordings, Inc.	98 Degrees	Always You And I	Revelation	270-025
Arista Records LLC	Toni Braxton	Breathe Again	Toni Braxton	208-619
SONY BMG MUSIC ENTERTAINMENT	Billy Joel	I Don't Want To Be Alone	Glass Houses	17-630
SONY BMG MUSIC ENTERTAINMENT	Mariah Carey	Against All Odds	Rainbow	276-595
UMG Recordings, Inc.	98 Degrees	The Way You Do	Revelation	270-025

Doe #13 (72.19.97.202 2005-04-29 15:58:46 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
BMG Music	Dave Matthews Band	The Space Between	Everyday	300-313
BMG Music	Dave Matthews Band	I Did It	Everyday	300-313
Priority Records LLC	Snoop Dogg	Set It Off	Tha Last Meal	317-638
Interscope Records	Eminem	Rock Bottom	The Slim Shady LP	262-686
UMG Recordings, Inc.	Ludacris	Go To Sleep	Word of Mouf	304-605

Doe #14 (72.19.86.213 2005-04-29 18:18:45 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Warner Bros. Records Inc.	Barenaked Ladies	Pinch Me	Maroon	288-335
BMG Music	Alicia Keys	How Come You Don't Call Me	Songs in A Minor	299-410
BMG Music	Dave Matthews Band	Sleep To Dream Her	Everyday	300-313
SONY BMG MUSIC ENTERTAINMENT	Journey	Still They Ride	Escape	30-088
SONY BMG MUSIC ENTERTAINMENT	Michael Jackson	You Rock My World	Invincible	304-780

Doe #15 (72.19.119.148 2005-04-30 19:35:54 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Atlantic Recording Corporation	Phil Collins	One More Night	No Jacket Required	60-788
Arista Records LLC	Toni Braxton	Un-Break My Heart	Secrets	233-892
UMG Recordings, Inc.	98 Degrees	My Everything	Revelation	270-025
SONY BMG MUSIC ENTERTAINMENT	Will Smith	Miami	Big Willie Style	249-123
Arista Records LLC	Whitney Houston	I Have Nothing	Bodyguard Soundtrack	152-583

Doe #16 (72.19.86.143 2005-05-03 00:56:32 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Capitol Records, Inc.	Beastie Boys	Sure Shot	Ill Communication	213-461
SONY BMG MUSIC ENTERTAINMENT	Billy Joel	Captain Jack	Piano Man	N-12214
Warner Bros. Records Inc.	Madonna	Don't Tell Me	Music	285-828
BMG Music	Eve 6	Here's To The Night	Horrorscope	285-024

Doe #17 (72.19.124.213 2005-05-03 12:41:41 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
SONY BMG MUSIC ENTERTAINMENT	Bruce Springsteen	I'm On Fire	Born In The U.S.A.	55-647
Priority Records LLC	NWA	Straight Outta Compton	Straight Outta Compton	150-531
UMG Recordings, Inc.	Guns N Roses	Paradise City	Appetite for Destruction	85-358

Doe #18 (72.19.98.110 2005-05-05 00:03:55 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
SONY BMG MUSIC ENTERTAINMENT	Incubus	Stellar	Make Yourself	278-818
Arista Records LLC	Usher	U Got It Bad	8701	307-207
Warner Bros. Records Inc.	Madonna	What It Feels Like For A Girl	Music	285-828
Warner Bros. Records Inc.	Madonna	Like a Virgin	Like a Virgin	59-442

Doe #19 (128.119.106.242 2005-05-07 06:54:59 (EDT))

COPYRIGHT OWNER	ARTIST	RECORDING TITLE	ALBUM TITLE	SR#
Interscope Records	Eminem	Marshall Mathers	The Marshall Mathers LP	287-944
Interscope Records	Eminem	Guilty Conscience	The Slim Shady LP	262-686
Interscope Records	Eminem	Role Model	The Slim Shady LP	262-686
Capitol Records, Inc.	Everclear	Father of Mine	So Much for the Afterglow	181-328